

SCRUTINIZERS' REPORT

ON E-VOTING CARRIED OUT IN RESPECT OF THE RESOLUTIONS TO BE PASSED AT THE 70TH ANNUAL GENERAL MEETING OF BASF INDIA LIMITED (CIN: L33112MH1943FLC003972), TO BE HELD ON WEDNESDAY, 27TH AUGUST, 2014 AT 3:00 P.M. AT "YASHWANTRAO CHAVAN PRATISHTHAN AUDITORIUM", Y. B. CHAVAN CENTRE, GENERAL JAGANNATH BHOSALE MARG, NARIMAN POINT, MUMBAI 400021

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Scrutinizer's Report on E-voting carried out in respect of the Resolutions to be passed at the 70th Annual General Meeting of BASF India Limited, Mumbai.

To,
The Chairman,
BASF India Limited,
VIBGYOR Towers, 1st Floor,
Plot No. C-62, 'G' Block,
Bandra Kurla Complex,
Mumbai 400 051.

70th Annual General Meeting of BASF India Limited (CIN: L33112MH1943FLC003972), to be held on Wednesday, 27th August, 2014 at 3:00 p.m. at "Yashwantrao Chavan Pratishthan Auditorium", Y. B. Chavan Centre, General Jagannath Bhosale Marg, Nariman Point, Mumbai 400021

Sub: Passing of Resolutions through electronic voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

Pursuant to the Resolution passed by the Board of Directors of BASF India Limited (hereinafter referred to as the "Company") on 19th June, 2014, I have been appointed as the Scrutinizer for the e-voting process as mentioned under sub rule 3(ix) of Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rules"). I have taken the assistance of Mr. Vijay Sonone who is familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the SEBI circular dated 17th April, 2014 issued in this regard.

The Company has engaged the services of National Securities Depository Limited (NSDL), for extending the facility of e- voting to the Members of the Company. NSDL had provided a system for electronic recording of the votes of the Members on all the items of the business sought to be transacted in the 70th Annual General Meeting (AGM) of the Company, which is scheduled to be held on Wednesday, 27th



August, 2014 at 3:00 p.m. at Mumbai. NSDL had set up e-Voting facility on their website <https://www.evoting.nsdl.com>. The Company had uploaded all the items of the business to be transacted on the website of the Company viz www.india.basf.com and also on NSDL website viz www.evoting.nsdl.com to facilitate their Members to cast their vote through e-voting.

As on the cut-off date i.e. 25th July, 2014 there were 39,172 Members of the Company. Notices of the AGM were sent to all the Members by speed-post. In addition, the said Notices were also sent by e-mails to those shareholders who had registered their E-mail IDs with the Company/Depository Participant(s) for communication purposes as available with the Company's Registrar & Share Transfer Agent, viz. Sharepro Services (India) Private Limited ("Sharepro"), 13AB, Samhita Warehousing Complex, 2nd Floor, Sakinaka Telephone Exchange Lane, Off. Andheri Kurla Road, Sakinaka, Andheri (East), Mumbai 400 072. A summary of the E-mails sent on is as under:

E-mail sending summary (Annual Report including Notices)

Sr. No.	Description	Records	
		E-mails	Folios
1	Total E-mail IDs	10162	11286
2	Less: Invalid & Blacklist E-mail IDs	8	8
3	Valid E-mails sent	10154	11278
4	Less: Bounces	648	659
5	Sent Successfully	9506	10619

Notice of the 70th Annual General Meeting, Attendance Slip and the Annual Report was provided on the Company's website www.india.basf.com to the Members for their access.

The Notices sent (both through email and physical form) contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Cut-off date (record date) for the purposes of identifying the Members who were entitled to vote on the ordinary resolutions placed for approval of the Members was 25th July, 2014. As prescribed in the aforesaid Rules, the e-Voting facility was kept open for three days from Thursday, 21st August, 2014 (9.00 a.m. IST) to Saturday, 23rd August, 2014 (5.00 p.m. IST).

As prescribed in sub rule 3(v) of Rule 20 of the said Rules, the Company also released an advertisement, which was published more than 5 days in advance from

the date of beginning of the voting period in English in The Indian Express newspaper dated 2nd August, 2014 and in Marathi in Navshakti newspaper dated 2nd August, 2014. The notice published in the newspaper carried the required information as specified in sub rule 3(v) (a) to (g) of Rule 20 of the said Rules.

At the end of the voting period on Saturday, 23rd August, 2014 (5.00 p.m. IST), the voting portal of the NSDL was blocked forthwith. On Saturday, 23rd August, 2014 at 5.15 p.m. the votes cast through e-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Vijay Sonone and Mr. Husain Wagh who acted as the witnesses, as prescribed in sub rule 3(xi) of Rule 20 of the said Rules.

As a Scrutinizer the report of the E-Voting carried out by the Members was duly compiled, the details of which are as follows:

There were in all 61 Members holding 3,31,70,137 Equity Shares of the Company aggregating to 76.63 % of the total Paid-up Share Capital of the Company, who have participated in the e-Voting process carried out by the Company.

The result of the E-voting is as under:

(A) As an Ordinary Resolution - Item No. 1.

Adoption of Audited Financial Statements, Directors' Report & Auditors' Report for the year ended 31st March, 2014.

	Number of members Voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	58	3,27,19,132	100
(ii) Voted against the resolution	0	0	0
(iii) Invalid votes	Total number of members voted through e-voting system whose votes were considered invalid.	Total number of votes cast by them	
	0	0	0

(B) As an Ordinary Resolution - Item No. 2.

Declaration of dividend for financial year 2013-2014.

	Number of members Voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	61	3,31,70,137	100
(ii) Voted against the resolution	0	0	00
(iii) Invalid votes	Total number of members voted through e-voting system whose votes were considered invalid.	Total number of votes cast by them	
	0	0	0

(C) As an Ordinary Resolution - Item No. 3.

Re-appointment of Dr.Rainer Diercks (DIN: 01725080) as Director, who retires by rotation.

	Number of members Voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast (Rounded off to 2 decimals)
(i) Voted in favour of the resolution	45	3,30,37,116	99.60
(ii) Voted against the resolution	16	1,33,021	00.40
(iii) Invalid votes	Total number of members voted through e-voting system whose votes were considered invalid.	Total number of votes cast by them	
	0	0	0

(D) As an Ordinary Resolution - Item No. 4.

Re-appointment of Mr. Andrew Postlethwaite (DIN: 03532678) as Director, who retires by rotation.

	Number of members Voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast (Rounded off to 2 decimals)
(i) Voted in favour of the resolution	44	3,30,36,806	99.60
(ii) Voted against the resolution	16	1,33,021	00.40
(iii) Invalid votes	Total number of members voted through e-voting system whose votes were considered invalid.	Total number of votes cast by them	
	0	0	0

(E) As an Ordinary Resolution - Item No. 5.

Re-appointment of M/s. B S R & Co. LLP, as Statutory Auditors of the Company for a period of 3 years.

	Number of members Voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast (Rounded off to 2 decimals)
(i) Voted in favour of the resolution	59	3,31,70,026	100
(ii) Voted against the resolution	1	51	0
(iii) Invalid votes	Total number of members voted through e-voting system whose votes were considered invalid.	Total number of votes cast by them	
	0	0	0

(F) As an Ordinary Resolution - Item No. 6.

Appointment of Mr. Gops Pillay (DIN: 06599533) as a Director.

	Number of members Voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast (Rounded off to 2 decimals)
(i) Voted in favour of the resolution	48	3,30,63,330	99.68
(ii) Voted against the resolution	12	1,06,497	00.32
(iii) Invalid votes	Total number of members voted through e-voting system whose votes were considered invalid.	Total number of votes cast by them	
	0	0	0

(G) As an Ordinary Resolution - Item No. 7.

Appointment of Dr.Raman Ramachandran (DIN: 00200297) as the Managing Director and fixation of remuneration.

	Number of members Voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast (Rounded off to 2 decimals)
(i) Voted in favour of the resolution	58	3,31,70,099	100
(ii) Voted against the resolution	3	38	0
(iii) Invalid votes	Total number of members voted through e-voting system whose votes were considered invalid.	Total number of votes cast by them	
	0	0	0

(H) As an Ordinary Resolution - Item No. 8.

Revision in the maximum limits of perquisites payable to the Managing Director.

	Number of members Voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast (Rounded off to 2 decimals)
(i) Voted in favour of the resolution	53	3,31,69,548	100
(ii) Voted against the resolution	7	279	0
(iii) Invalid votes	Total number of members voted through e-voting system whose votes were considered invalid.	Total number of votes cast by them	
	0	0	0

(I) As an Ordinary Resolution - Item No. 9.

Extension in tenure of appointment of Mr. S. Regunathan (DIN: 01437534) as Wholetime Director.

	Number of members Voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast (Rounded off to 2 decimals)
(i) Voted in favour of the resolution	56	3,31,69,820	100
(ii) Voted against the resolution	5	317	0
(iii) Invalid votes	Total number of members voted through e-voting system whose votes were considered invalid.	Total number of votes cast by them	
	0	0	0

(J) As an Ordinary Resolution - Item No. 10.

Appointment of Mr.Rajesh Naik (DIN: 06935998) as Wholetime Director and fixation of remuneration.

	Number of members Voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast (Rounded off to 2 decimals)
(i) Voted in favour of the resolution	56	3,31,69,520	100
(ii) Voted against the resolution	4	307	0
(iii) Invalid votes	Total number of members voted through e-voting system whose votes were considered invalid.	Total number of votes cast by them	
	0	0	0

(K) As an Ordinary Resolution - Item No. 11.

Appointment of Mr. R. A. Shah (DIN: 00009851) as Independent Director.

	Number of members Voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast (Rounded off to 2 decimals)
(i) Voted in favour of the resolution	49	3,27,13,981	98.63
(ii) Voted against the resolution	11	4,55,846	01.37
(iii) Invalid votes	Total number of members voted through e-voting system whose votes were considered invalid.	Total number of votes cast by them	
	0	0	0

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(L) As an Ordinary Resolution - Item No. 12.

Appointment of Mr.R. R. Nair (DIN: 00202551) as Independent Director.

	Number of members Voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast (Rounded off to 2 decimals)
(i) Voted in favour of the resolution	53	3,27,14,867	98.63
(ii) Voted against the resolution	8	4,55,270	01.37
(iii) Invalid votes	Total number of members voted through e-voting system whose votes were considered invalid.	Total number of votes cast by them	
	0	0	0

(M) As an Ordinary Resolution - Item No. 13.

Appointment of Mr.Pradip P. Shah (DIN: 00066242) as Independent Director.

	Number of members Voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast (Rounded off to 2 decimals)
(i) Voted in favour of the resolution	52	3,27,14,816	98.63
(ii) Voted against the resolution	9	4,55,321	01.37
(iii) Invalid votes	Total number of members voted through e-voting system whose votes were considered invalid.	Total number of votes cast by them	
	0	0	0



(N) As an Ordinary Resolution - Item No. 14.

Appointment of Mr.Arun Bewoor (DIN: 00024276) as Independent Director.

	Number of members Voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast (Rounded off to 2 decimals)
(i) Voted in favour of the resolution	58	3,31,69,902	100
(ii) Voted against the resolution	3	235	0
(iii) Invalid votes	Total number of members voted through e-voting system whose votes were considered invalid.	Total number of votes cast by them	
	0	0	0

(O) As a Special Resolution - Item No. 15.

Special Resolution for payment of commission to the Independent Directors.

	Number of members Voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast (Rounded off to 2 decimals)
(i) Voted in favour of the resolution	53	3,31,69,743	100
(ii) Voted against the resolution	8	394	0
(iii) Invalid votes	Total number of members voted through e-voting system whose votes were considered invalid.	Total number of votes cast by them	
	0	0	0

(P) As an Ordinary Resolution - Item No. 16.

Ratification of remuneration payable to Cost Auditor, M/s. R. Nanabhoy & Co., Cost Accountants, for the financial year ending 31st March, 2015.

	Number of members Voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast (Rounded off to 2 decimals)
(i) Voted in favour of the resolution	59	3,31,68,172	100
(ii) Voted against the resolution	2	11	0
(iii) Invalid votes*	Total number of members voted through e-voting system whose votes were considered invalid.	Total number of votes cast by them	
	1	1,954	0

* Less voted and hence counted as invalid votes

(Q) As a Special Resolution - Item No.17.

Special Resolution for increasing the borrowing powers as per provisions of Section 180(1)(c) of the Companies Act, 2013.

	Number of members Voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	61	3,31,68,183	100
(ii) Voted against the resolution	0	0	0
(iii) Invalid votes*	Total number of members voted through e-voting system whose votes were considered invalid.	Total number of votes cast by them	
	1	1,954	0

* Less voted and hence counted as invalid votes



(R) As a Special Resolution - Item No. 18.

Special Resolution for creation of charge over movable/immovable assets as per the provisions of Section 180(1)(a) of the Companies Act, 2013.

	Number of members Voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	61	3,31,68,183	100
(ii) Voted against the resolution	0	0	0
(iii) Invalid votes*	Total number of members voted through e-voting system whose votes were considered invalid.	Total number of votes cast by them	
	1	1,954	0

* Less voted and hence counted as invalid votes

(S) As a Special Resolution - Item No. 19.

Special Resolution for payment of minimum remuneration to Managing Director and Whole time Directors, in case of inadequacy of profits.

	Number of members Voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast (Rounded off to 2 decimals)
(i) Voted in favour of the resolution	43	3,30,43,786	99.62
(ii) Voted against the resolution	18	1,24,397	00.38
(iii) Invalid votes*	Total number of members voted through e-voting system whose votes were considered invalid.	Total number of votes cast by them	
	1	1,954	0

* Less voted and hence counted as invalid votes

Based on the foregoing all the Ordinary / Special Resolutions voted upon, under e-voting and subject to the Poll at the 70th Annual General Meeting may be respectively considered as carried by the requisite majority.

I hereby confirm that I have maintained the Registers received from the NSDL both electronically and manually, in respect of the votes cast through e-Voting by the Equity Shareholders of the Company. The relevant records were sealed and handed over to you.

Thanking you,

Yours Faithfully

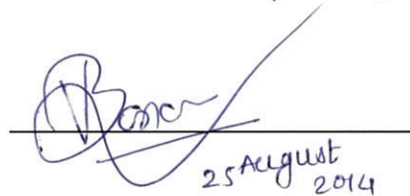


TAIZOON M. KHUMRI
F.C.S No.993,
Certificate of Practice No. 88
Practising Company Secretary

Place : Mumbai
Date : 25th August, 2014

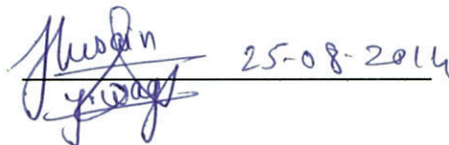
E-Voting facility was duly unblocked in our presence, as prescribed in sub rule 3(xi) of Rule 20 of the Companies (Management and Administration) Rules, 2014.

Witness 1. Mr. Vijay Sonone



25 August
2014

Witness 2. Mr. Husain Wagh



25-08-2014